

EXHIBIT - A

Professional Profiles
W.R. Grace & Co. Time Tracking - Global Restructuring
For the Billing Period July 1, 2011- September 30, 2011

Name of Professional	Position with the Firm	Number of Years in Profession	Project	Hourly Bill Rate	Total Hours	Total Compensation
Auke Lamers	Partner	20+	Global Restructuring	\$ 918.50	1.3	\$ 1,194.05
Bernard Moens	Partner	20+	Global Restructuring	\$ 742.50	2.0	\$ 1,485.00
George B Baccash	Partner	20+	Global Restructuring	\$ 654.50	4.0	\$ 2,618.00
Horacio E Sobol	Partner	20+	Global Restructuring	\$ 803.00	1.5	\$ 1,204.50
James H Prettyman	Partner	20+	Global Restructuring	\$ 803.00	6.0	\$ 4,818.00
John Salerno	Partner	20+	Global Restructuring	\$ 918.50	0.5	\$ 459.25
Lei Wang	Partner	20+	Global Restructuring	\$ 918.50	3.0	\$ 2,755.50
Martin J Collins	Partner	20+	Global Restructuring	\$ 742.50	1.0	\$ 742.50
Michael F Urse	Partner	20+	Global Restructuring	\$ 858.00	17.0	\$ 14,586.00
Monica Cohen-Dumani	Partner	20+	Global Restructuring	\$ 918.50	19.2	\$ 17,635.20
Ronald S Gale	Partner	20+	Global Restructuring	\$ 748.00	18.5	\$ 13,838.00
Timothy F Anson	Partner	20+	Global Restructuring	\$ 891.00	8.0	\$ 7,128.00
Jody Underhill	Director	15	Global Restructuring	\$ 434.50	7.5	\$ 3,258.75
Lorie Fale McDonald	Director	10	Global Restructuring	\$ 434.50	1.5	\$ 651.75
Alessandro Di Stefano	Director	8	Global Restructuring	\$ 654.50	2.5	\$ 1,636.25
Bertrand Vandepitte	Director	8	Global Restructuring	\$ 654.50	29.8	\$ 19,504.10
Christian Marty	Director	8	Global Restructuring	\$ 654.50	32.5	\$ 21,271.25
Matthew Michael Chen	Director	8	Global Restructuring	\$ 660.00	3.3	\$ 2,178.00
Sean W Mullaney	Director	8	Global Restructuring	\$ 660.00	1.0	\$ 660.00
Jennifer E Breen	Director	8	Global Restructuring	\$ 621.50	1.5	\$ 932.25
Todd S. Chesla	Manager	6	Global Restructuring	\$ 330.00	114.3	\$ 37,719.00
Victor Sebastian Diaz Parro	Senior	4	Global Restructuring	\$ 253.00	128.3	\$ 32,459.90
Veronica Joelle Flores	Staff - Experienced	2	Global Restructuring	\$ 170.50	99.1	\$ 16,896.55
Beatrice Rivero	Executive Assistant	4	Global Restructuring	\$ 99.00	4.2	\$ 415.80
Elizabeth Ruiz	Executive Assistant	4	Global Restructuring	\$ 99.00	0.1	\$ 9.90
Ingrid Macdonald	Executive Assistant	4	Global Restructuring	\$ 99.00	1.5	\$ 148.50
Judith L Ellington	Executive Assistant	4	Global Restructuring	\$ 121.00	0.2	\$ 24.20
Rosemary Biancaniello	Executive Assistant	4	Global Restructuring	\$ 99.00	1.6	\$ 158.40
Totals					510.9	\$ 206,388.60

W.R. Grace & Co.
W.R. Grace & Co. Time Tracking - Global Restructuring
For the Billing Period July 1, 2011- September 30, 2011

Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Auke Lamers			
11-Aug	0.9	Brainstorming and providing ideas to resolve Belgium withholding tax issues with B. Vandepitte (PwC)	
12-Aug	0.4	Write-up regarding Belgian withholding tax issues	
	<u>1.3</u>	Total Grace Financial Statement Audit Charged Hours	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Bernard Moens			
12-Sep	1.2	Analysis of Luxembourg holding company structure and US finance branch	
13-Sep	0.8	Research regarding potential effectively connected income of US financing branch	
	<u>2.0</u>	Total Grace Financial Statement Audit Charged Hours	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: George B Baccash			
16-Aug	1.9	Global structuring review based on information provided by the team	
25-Aug	2.1	Follow up on project status and all open issues, questions and timeline for completion	
	<u>4.0</u>	Total Grace Financial Statement Audit Charged Hours	

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Horacio E Sobol			
8-Aug	1.5	Review of relevant structure and application of Internal Revenue Code Section 304 and basis recovery	
	<u>1.5</u>	Total Grace Financial Statement Audit Charged Hours	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: James H Prettyman			
6-Jul	1.2	Review structuring slides from a US tax perspective and providing written comments within slide deck as to the legal consequences of US Tax Steps, providing feedback regarding issues to be covered in the US tax opinion.	
28-Jul	0.4	Discussing section 304 issues with T. Chesla (PwC) as it pertains to Belgium and Italy entities in Global restructuring	
4-Aug	0.6	Review relevant structure and application of Internal Revenue Code Section 304 and basis recovery	
5-Aug	0.4	Review relevant structure and application of Internal Revenue Code Section 304 and basis recovery	
8-Aug	0.8	Review structuring slides from a US tax perspective and providing written comments within slide deck as to the legal consequences of US Tax Steps	
22-Aug	1.1	Call with S. Diaz (PwC) to discuss US Tax Opinion open issues	
23-Aug	0.4	Research regarding section 338 election and circular notes	
26-Aug	1.1	Discussions with S. Diaz and V. Flores (all PwC) regarding the Technical Outline for Opinion	
		Total Grace Financial Statement Audit Charged Hours	
		<u>6.0</u>	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
5-Jul	0.5	Reviewing Mexican tax planning related to the global restructuring.	
	<u>0.5</u>	Total Grace Financial Statement Audit Charged Hours	

Name: John Salerno

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Lei Wang			
12-Jul	1.7	China Inquiries regarding circular ruling as is applicable to WR Grace Global restructuring	
12-Jul	1.3	Drafting Response with comments regarding the circular ruling.	
	<u>3.0</u>	Total Grace Financial Statement Audit Charged Hours	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Lei Wang			
29-Jul	1.0	Impact of using old versus cold basis in 367(b) Controlled Foreign Corporation to Controlled Foreign Corporation section 304 transaction	
		Total Grace Financial Statement Audit Charged Hours	
		<u>1.0</u>	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Michael F Urse			
7-Jul	1.9	WR Grace Global restructuring. Going over the slides and final deliverable with Miami Team T.Chesla, R. Gale and V. Flores (All PwC)	
18-Jul	0.8	Brainstorming for the issues to be discussed and to be drafted for the WR Grace Kick-off Meeting, including a review of the slides and the new ordering and breakdown of the implementation step-plan	
26-Jul	1.1	WR Grace Kick off meeting determining the next steps of the engagement Ron Gale, Veronica Flores, Todd Chesla, (All PwC) & Debra Poole, Elyse Filon David Libow (All Grace)	
5-Aug	1.9	Reviewing Master slide deck as it pertains to the proposed step-plan	
8-Aug	1.9	WR Grace reviewing relevant structure and application of Internal Revenue Code Section 304 and basis recovery	
16-Aug	8.3	Implementation meeting at WR Grace with Client R. Gale, M Dumani, T Chesla, S Diaz B. Vandepitte, J Underhill (All PwC) E. Filon, D Poole, D Libow, (All GRACE)	
26-Aug	1.1	Status call with T Chesla and R Gale (All PwC) and review of work plan and slide deck	
Total Grace Financial Statement Audit Charged Hours			
		17.0	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Monica Cohen-Dumani			
16-Aug	8.1	Implementation meeting at WR Grace with Client R. Gale, T. Chesla, S. Diaz, M. Urse, B. Vandepitte, J. Underhill (All PwC) E. Filon, D Poole, D Libow. (All GRACE)	
22-Aug	0.9	Providing comments to the Master Slide deck as it pertains to Switzerland and providing written analysis email to T Chesla (PwC)	
25-Aug	0.8	Discussions with C. Marty (PwC) and reviewing and amending the step plan as it pertains to Switzerland	
31-Aug	0.6	Reviewing emails sent from A. Nielsen (GRACE), relevant attachments and confirming the application of such documents as they pertain to Swiss Law	
31-Aug	1.1	Conference call with T. Chesla and C. Marty (All PwC) regarding the register of commerce excerpts, follow-up write-up pertaining to call outcome.	
1-Sep	0.7	Email for A Nielsen (Grace) regarding the required registrations in Switzerland	
7-Sep	1.3	Review of the restructuring from a Swiss perspective and various discussions with C Marty (PwC) regarding the structure	
9-Sep	0.4	Respond to B Vandepitte (PwC) regarding required board meeting in Belgium. Email to T Chesla (PwC) to provide written comments	
14-Sep	0.6	Discussions with C Marty (PwC) regarding the Swiss Ruling	
19-Sep	1.1	Discussions with C Marty (PwC) and written correspondence to submit finalized Swiss Ruling	
20-Sep	0.9	Work regarding the Swiss Ruling requirements	
23-Sep	0.8	Review of the Swiss Ruling	
26-Sep	0.9	Discussions with C Marty (PwC) and form 823 regarding Swiss Ruling	
29-Sep	1.0	Conference call with D Poole (Grace) and C Marty (PwC) regarding the Swiss Ruling	
		Total Grace Financial Statement Audit Charged Hours	
		19.2	

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Ron Gale			
7-Jul	1.6	Review and walk-through of slides with Todd Chesla, M Urse and Veronica Flores (All PwC)	
22-Jul	2.7	Review of the proposed Phase 2 structure to be implemented Pre-January 31, 2012	
26-Jul	1.1	WR Grace Kick off meeting determining the next steps of the engagement M. Urse, Veronica Flores, Todd Chesla, (All PwC) & Debra Poole, Elyse Filon, David Libow (All Grace)	
26-Jul	1.2	Reviewing the proposed Phase 2 structure as to be implemented Pre-January 31, 2012	
16-Aug	7.9	Implementation meeting at WR Grace with Client B. Vandepitte, T. Chesla, S Diaz M. Urse, J Underhill, M.Dumani (All PwC) E. Filon, D Poole, D Libow, (All GRACE)	
23-Sep	2.1	Status call with T Chesla (PwC) and review of work plan and slide deck	
26-Sep	1.9	Status call with T Chesla and M Urse (All PwC) and review of work plan and slide deck	
Total		Total Grace Financial Statement Audit Charged Hours	
		18.5	

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Date	Hours	Description of Services Provided
FINANCIAL STATEMENT AUDIT TIME INCURRED		
Name: Timothy F Anson		
4-Aug	1.9	Reviewing the IRC section 304 and 351 transaction issues as they pertain to the restructuring activity in Belgium and Italy
5-Aug	2.1	Reviewing IRC section 367(a) gain recognition agreement issue as it pertains to the restructuring activity in Italy and Belgium
8-Aug	1.3	Reviewing the IRC section 304 and 367(a), baiss recovery issues.
8-Aug	1.1	Discussions regarding the indirect stock transfer issues and the need for a Gain Recognition Agreement. Discussions with S Mullaney and M. Chen (All PwC) regarding these issues.
15-Aug	1.6	Providing comments regarding the IRC section 304 acquisition planning

Total Grace Financial Statement Audit Charged Hours

8.0

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Jody B Underhill			
16-Aug	7.5	Implementation meeting at WR Grace with Client R. Gale, M Dumani, T Chesla, S Diaz, B. Vandepitte, M. Urse (All PwC) E. Filon, D Poole, D Libow, (All GRACE)	
		Total Grace Financial Statement Audit Charged Hours	
		<u><u>7.5</u></u>	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Lorie Fale McDonald			
20-Aug	0.9	Review of Florida tax filing requirements for US financing branch opened in the state of Florida & preparation of email to team with written comments	
27-Sep	0.6	Internal call regarding Florida office and tax consequences with T Chesla and V Flores (All PwC)	
	<u>1.5</u>	Total Grace Financial Statement Audit Charged Hours	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Alessandro Di Stefano			
26-Aug	0.7	Providing revised comments on workplan based on conversations with Todd Chesla (PwC)	
29-Aug	1.8	Call with S Diaz (pwc) to discuss the Italian tax consequences of the reconstruction transaction.	
	<u>2.5</u>	Total Grace Financial Statement Audit Charged Hours	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Bertrand Vandepitte			
21-Jul	0.7	Input on substance requirements to ensure Luxembourg holding Company is not treated as a Belgian resident	
4-Aug	2.8	Review slide deck - review of documentation - call with Ron Gale (PwC)	
9-Aug	1.9	Reviewing master slide deck and step plan call with T Chesla (PwC).	
11-Aug	1.4	Providing ideas to resolve Belgium withholding tax issues with A. Lamers (PwC)	
11-Aug	1.7	Research Belgian withholding tax exemption possibility - alternative solution with Luxco 2	
12-Aug	0.9	Withholding tax exemption analysis - review slide deck as it pertains to Belgium - review conversion procedure in Belgium	
12-Aug	1.3	Follow up emails providing commentary as it pertains to withholding tax exemption analysis, slide corrections, and the conversion procedure in Belgium	
16-Aug	7.9	Implementation meeting at WR Grace with Client R. Gale, T. Chesla, S. Diaz, M. Urse, M. Dumani, J Underhill (All PwC) E. Filon, D Poole, D Libow, (All GRACE)	
19-Aug	1.1	Conversion step plan - research interest withholding tax and deductibility	
22-Aug	1.2	Providing comments on the WR Grace Structuring deck regarding the Belgium transactions	
22-Aug	0.4	Providing email comments regarding review of the Global Structuring Slide Deck	
23-Aug	1.8	Call with S Diaz (PwC) regarding the refinancing of the Belgian receivable	
25-Aug	0.9	Review and providing comments on WR Grace work plan from a Belgium reporting perspective	
9-Sep	0.4	Question on the Swiss company Belgian residency issue and discussions with C Marty (PWC)	
12-Sep	0.6	Company Conversion determination	
13-Sep	1.2	Weekly Follow-up call with Client E Filon, D Poole, D Libow A Neilson (All Grace) T Chesla, V Flores, S Diaz (All PwC)	
14-Sep	0.6	Addressing Belgium conversion issues with S Diaz (PwC)	
20-Sep	0.9	Weekly Follow-up call with Client E Filon, D Poole, D Libow A Neilson (All Grace) T Chesla, V Flores, S Diaz (All PwC)	
22-Sep	0.4	Check availability participation exemption for Italian shares	
26-Sep	0.9	Call with A Nielsen, D Poole and Eubelius (Grace) Belgium on the conversion of DeNeef SA	
27-Sep	0.8	Review of workplan	
29.8		Total Grace Financial Statement Audit Charged Hours	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Christian Marty			
22-Aug	0.7	Review of revised slide deck	
25-Aug	1.9	Discussions with M. Dumani (PwC) and reviewing and amending the step plan as it pertains to Switzerland	
25-Aug	1.2	Providing written comments as to conversation with M. Dumani (PwC)	
26-Aug	1.1	Providing steps for the work plan as it pertains to Switzerland	
30-Aug	0.8	Calculation of subsidiary value for Swiss tax purposes	
31-Aug	1.2	Conference call with T. Chesla and M. Dumani (All PwC) regarding the register of commerce excerpts, follow-up write-up pertaining to call outcome.	
6-Sep	2.3	Research regarding Swiss Ruling, reviewing documents provided by the client and various emails regarding Swiss Transaction	
7-Sep	1.3	Review of the restructuring from a Swiss perspective and various discussions with M Dumani (PwC) regarding the structure	
9-Sep	0.6	Discussions with B Vandepitte (PwC) regarding Belgium requirements and providing written comments regarding Shareholder meetings with regards to Belgium	
12-Sep	1.9	Valuations of Swiss, Dutch, Sweden & US company	
13-Sep	2.2	Valuation, find third party contacts for Swiss director, Draft ruling	
13-Sep	3.0	Valuation review, draft ruling	
14-Sep	1.1	Emails to T Chesla and V Flores (All PwC) to provide written responses regarding the Swiss ruling	
14-Sep	0.6	Discussions with M Dumani (PwC) regarding the Swiss Ruling	
15-Sep	1.9	Finalization of Swiss Ruling	
15-Sep	0.5	Written correspondence to T Chesla (PwC) submission of finalized Swiss Ruling	
19-Sep	1.1	Discussions with M Dumani (PwC) and written correspondence to submit finalized Swiss Ruling	
20-Sep	1.3	Call regarding work plan and discussions with M Dumani (PwC)	
21-Sep	1.9	Email A Neilson (Grace) regarding Swiss director, provide written comments to R Gale (pwc) regarding Lux employee requirement, participation in call regarding Swiss ruling, update of the ruling and providing M Dumani with written comments	
22-Sep	1.1	Review agreements, review value of US participations, written comments to R Gale (PwC)	
26-Sep	1.2	Discussions with M Dumani (PwC) and form 823 regarding Swiss ruling	
27-Sep	1.1	Emails to T Chesla and V Flores (All PwC) to provide written responses regarding the Swiss ruling	
29-Sep	1.9	Swiss Ruling call with T Chesla (PwC), follow up email	
30-Sep	0.6	Send final ruling, email team re amortization of participation, email re form 823	

32.5

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Matthew Michael Chen			
4-Aug	2.4	Meeting with T. Anson (PwC) to discuss Internal Revenue Code Section 304/367 overlap transaction and the Review of the indirect stock transfer rules as they apply to Grace. Email providing a written analysis to T. Anson (PwC) along with a brief call to discuss findings	
5-Aug	0.6	Providing feedback regarding the gain recognition agreement /indirect stock transfer issue; providing written correspond with S. Mullaney (PwC); meeting with T. Anson and S. Mullaney (All PwC) to discuss gain recognition agreement/indirect stock transfer issues	
8-Aug	0.3	Meeting with T. Anson (PwC) to discuss basis recovery and Gain recognition agreement question	
		Total Grace Financial Statement Audit Charged Hours	
		<u>3.3</u>	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Sean W Mullaney			
5-Aug	1.0	Discussions regarding the indirect stock transfer issues and the need for a Gain Recognition Agreement. Discussions with M. Chen (PwC) regarding these issues.	
		Total Grace Financial Statement Audit Charged Hours	
		<u>1.0</u>	

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FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Todd Chesla			
5-Jul	1.1	Reviewing the slidedeck with Veronica Flores (PwC).	
5-Jul	1.9	Research and update of implementation slidedeck.	
5-Jul	1.8	Reviewing the engagement scoping and revised slidedeck with V.Flore's (PwC) changes.	
7-Jul	1.4	Walk-through of slidedeck final deliverable with Miami Team R Gale, M Urse and Veronica Flores (All PwC)	
12-Jul	2.1	Meeting with V Flores (PwC) regarding the next steps and Phase I implementation	
12-Jul	1.9	Meeting with V Flores (PwC) regarding the next steps, Phase II implementation and proposed scope and fees	
13-Jul	3.9	Meeting with Veronica Flores (PwC) regarding Phase I and II breakdown, necessary changes to the slide deck, providing guidance on the implementation work plan deliverable and breakdown of scope.	
14-Jul	2.1	Constructing Phase I implementation Plan and structure, obtaining timing for each matter within scope.	
14-Jul	1.7	Update of master slidedeck for foreign comments.	
14-Jul	1.8	Research and update of implementation slidedeck.	
18-Jul	1.6	Reviewing updated Phase I step plan for accuracy as it pertains to Germany, Belgium and Italy.	
19-Jul	1.8	Updating the Phase I Step plan with comments for Italy.	
20-Jul	0.2	Board composition confirmations.	
22-Jul	1.9	Internal discussions regarding the difference between Class A vs. Class B managers for the Luxembourg holding company. Ron Gale, Mike Urse, Veronica Flores (All PwC)	
26-Jul	2.0	WR Grace Kick off meeting determining the next steps of the engagement Ron Gale, Mike Urse, Todd Chesla, (All PwC) & Debra Poole, Elyse Filon David Libow (All Grace)	
28-Jul	0.5	Discussing section 304 issues with J Prettyman (PwC) as it pertains to Belgium and Italy entities.	
28-Jul	1.9	Reviewing steps and the slides with Veronica Flores, Mike Urse and Ron Gale (All PwC)	
3-Aug	1.1	Updating master slide deck to reflect most recent changes/activities	
4-Aug	1.0	Updating master slide deck to reflect most recent changes/activities	
8-Aug	1.6	Internal call to discuss follow up points and open items with R Gale, S Diaz, V Flores (All PwC)	
9-Aug	1.9	Reviewing master slide deck and step plan call with B. Vandepitte (PwC).	
10-Aug	1.7	Updating master slide deck to reflect most recent changes/activities	
10-Aug	1.1	Review of slides and calculations	
11-Aug	2.0	Updating master slide deck to reflect most recent changes/activities	
11-Aug	1.8	Updating work plan to reflect the comments and changes to the master slide deck	
11-Aug	2.1	Review of slides and calculations	
15-Aug	2.2	Meeting preparation for PwC internal staff for client meeting and providing meeting details to everyone about WR Grace Structuring - as per Ron Gale (PwC)	
15-Aug	1.8	Updating master slide deck to reflect most recent changes/activities	
15-Aug	1.9	Updating scope breakout for client for client meeting on 8/16/11	
15-Aug	2.1	Determination of the future accounting treatment of certain steps for the audit team.	

16-Aug	8.1	Implementation meeting at WR Grace with Client R. Gale, M Dumani, M. Urse, B. Vandepitte, J.Underhill, S.Diaz (All PwC) E. Filon, D Poole, D Libow, (All GRACE)
17-Aug	2.1	Updating benefits calculation for Grace meeting demonstrating the financial tax benefit of the proposed structure.
17-Aug	1.7	Internal Discussions with S Diaz, V Flores (PwC) regarding the updates to the master slide deck
18-Aug	1.9	Reviewing and updating the master slide deck based on client meeting
18-Aug	1.7	Reviewing and updating the work plan as per discussion in client meeting.
19-Aug	2.1	Updating scope breakout for client to reflect discussions of the on-site client meeting on 8/16/11
22-Aug	1.8	Update of scope breakout as a result of discussions from foreign offices.
29-Aug	1.7	Determination of the future accounting treatment of certain steps for the audit team.
29-Aug	1.9	Updating the transaction step plan based on the relevant feed back from several country desks.
29-Aug	1.6	Meeting with S Diaz (PwC) regarding the tax accounting issues resulting from the restructuring transaction.
29-Aug	1.2	Conference call with S Diaz, V Flores (All PwC) and follow ups.
31-Aug	1.1	Conference call with C Marty and M. Dumani (All PwC) regarding the register of commerce excerpts, follow-up write-up pertaining to call outcome.
1-Sep	2.6	Work plan walkthrough for audit
2-Sep	2.9	Tax accounting implications of transaction call with S Diaz (PwC)
6-Sep	1.4	Meeting with S Diaz (All PwC) regarding the US tax opinion & outline
6-Sep	1.3	Valuation call with Kevin Carrol, draft email for client (Grace)
7-Sep	1.9	Swiss/Luxembourg Call, 8832 email for D. Libow, Audit Committee discussion points
9-Sep	1.2	Call with pwc auditors E Gonokhin (PwC) regarding Belgium issues
9-Sep	1.1	Drafting Email to D Poole (Grace) to provide written comments regarding the Swiss Board Meetings
13-Sep	1.6	Weekly status call with client E Filon, D Poole, D Libow A Neilson (All Grace) T Chesia, V Flores, S Diaz (All PwC)
14-Sep	1.4	Work plan update, Swiss director email for D Poole (Grace)
15-Sep	2.5	Call with E Gonokhin (PwC) regarding the tax accounting implications of the Belgium transaction
19-Sep	1.6	Updates to work plan and slide deck
20-Sep	1.7	Call with S Diaz(PwC) regarding opinion and opinion outline
20-Sep	1.6	Weekly Follow-up call with Client E Filon, D Poole, D Libow A Neilson (All Grace) B Vandepitte, V Flores, S Diaz (All PwC)
21-Sep	1.9	Swiss ruling call Christian Marty, Veronica Flores, Sebastian Diaz (All PwC), Debra Poole, Sean Scarliss, Alexander Neilsen (All Grace), (2) Status call with, Veronica Flores, Sebastian Diaz (All PwC),
23-Sep	1.8	Status call with R Gale (PwC) and review of work plan and slide deck
26-Sep	1.1	Updating Work plan and meeting with S Diaz (PwC) to discuss the US Tax opinion. Conference call with D Libow (Grace) to discuss pending tax items
26-Sep	1.2	Status call with R Gale and M Urse (All PwC)
27-Sep	0.9	Correspondence with E Filon (Grace) regarding Luxembourg Branch
27-Sep	0.8	Weekly status call with Client E Filon, D Poole, D Libow A Neilson (All Grace) S Diaz, V Flores (All PwC)
29-Sep	1.8	Swiss Ruling call with C Marty (PwC), follow up email
30-Sep	1.9	Updates to work plan and slide deck and various follow up emails
30-Sep	1.3	Updating work plan to reflect the comments and changes to the master slide deck
Total Grace Financial Statement Audit Charged Hours		114.3

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Date	Hours	Description of Services Provided
FINANCIAL STATEMENT AUDIT TIME INCURRED		
Name: Victor Sebastian Diaz Parro		
12-Aug	1.4	Updating the master slide deck to reflect most recent changes and activities
12-Aug	1.6	Updating scope/reviewing it to reflect changes requested by T Chesla (PwC).
12-Aug	3.2	Updating work plan to reflect the comments and changes to the master slide deck
16-Aug	7.0	Implementation meeting at W.R. Grace with client R. Gale, M Dumani, M. Urse, B. Vandepitte, J.Underhill, T. Chesla (All PwC)
16-Aug		E. Flion, D Poole, D Libow, (All GRACE)
16-Aug	1.9	Preparation of meeting notes to circulate to internal team regarding follow ups and all other issues discussed during on-site client meeting
17-Aug	2.1	Updating work plan to reflect the comments and changes to the master slide deck overview slides
17-Aug	1.6	Internal Discussions with T Chesla, V Flores (All PWC) regarding the updates to the master slide Deck
17-Aug	2.0	Updating work plan to reflect the comments and changes for Belgium entity
17-Aug	1.9	Updating work plan to reflect the comments and changes for Luxembourg entity
17-Aug	2.1	Updating the master slide deck to reflect most recent changes and activities for step 7 of the action plan
17-Aug	2.0	Updating the master slide deck to reflect most recent changes and activities for step 8 of the action plan
17-Aug	0.6	Updating the master slide deck to reflect most recent changes and activities for step 9 of the action plan
18-Aug	2.1	Updating work plan to reflect the comments and changes for Luxembourg entity
18-Aug	1.9	Updating work plan to reflect the comments and changes for Mexico entity
18-Aug	1.8	Updating the master slide deck to reflect most recent changes and activities for step 8 of the action plan
18-Aug	2.2	Updating the master slide deck to reflect most recent changes and activities for step 10 of the action plan
18-Aug	1.9	Updating work plan to reflect the comments and changes
19-Aug	1.6	Internal Discussions with R. Gale, T. Chesla (PWC) regarding the updates to the master slide deck and work plan
19-Aug	1.1	Updates to work plan for Italy entity
19-Aug	2.1	Updating the master slide deck to reflect most recent changes and activities for step 8b of the action plan
19-Aug	1.9	Updating the master slide deck to reflect most recent changes and activities for step 9 of the action plan
20-Aug	2.1	Updating the master slide deck to reflect most recent changes and activities for step 9a of the action plan
20-Aug	1.9	Updating the master slide deck to reflect most recent changes and activities for step 9b of the action plan
20-Aug	1.9	Updating the master slide deck to reflect most recent changes and activities for step 10 of the action plan
22-Aug	2.1	Updating work plan to reflect the comments and changes to the master Slide deck for Belgium entities
22-Aug	1.9	Updating the master slide deck to reflect most recent changes and activities for step 11 of the action plan
22-Aug	1.5	Updating the master slide deck to reflect most recent changes and activities for step 13 of the action plan
22-Aug	1.4	Updating work plan to reflect the comments and changes to the master Slide deck for Luxembourg entities
22-Aug	1.1	Call with J. Prettyman (PwC) to discuss US Tax Opinion open issues
23-Aug	1.9	Drafting the comments on the work plan / slide deck regarding the refinancing of the receivable
23-Aug	1.7	Call with B. Vandepitte (PwC) regarding the refinancing of the receivable
23-Aug	2.1	Drafting the comments on the work plan / slide deck regarding the refinancing of the receivable
23-Aug	2.1	Updating the master slide deck to reflect most recent changes and activities for step 15 of the action plan
23-Aug	2.1	Updating the master slide deck to reflect most recent changes and activities for step 16 of the action plan
24-Aug	1.6	Updating the master slide deck to reflect most recent changes and activities for step 17 of the action plan
24-Aug	1.7	Updating master slide deck to reflect changes to the final structure of the W.R. Grace organization
24-Aug	2.0	Updating the master slide deck to reflect most recent changes and activities for step 18 of the action plan
25-Aug	1.1	Updating work plan to reflect PwC Luxembourg comments
25-Aug	1.0	Discussions with J. Prettyman and V. Flores (All PwC) regarding the technical outline for Ophion
26-Aug	1.9	Updating work plan to reflect the comments and changes to the master Slide deck
26-Aug		Preparation of EL (1.5) Meeting with T. Chesla(PwC) on tax accounting issues (1.0) call with Italian desk A. Diséfano (All PwC)
29-Aug	1.6	(0.5)
29-Aug	1.4	Meeting with T. Chesla, V. Flores (PwC) regarding the tax accounting issues resulting from the global restructuring
30-Aug	2.1	Updating work plan to reflect the comments and changes to the master slide deck

0.6 Lux tax considerations of Step 2 (0.5)

31-Aug

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Veronica Flores			
5-Jul	0.9	WR Grace Global restructuring. Going over the slides and final deliverable with Miami Team Todd Chesla (All PwC)	
7-Jul	1.9	WR Grace Global restructuring. Going over the slides and final deliverable with Miami Team Todd Chesla, Ron Gale and Mike Urse (All PwC)	
12-Jul	2.1	Meeting with Todd Chesla (PwC) regarding the next Steps and Phase I implementation	
12-Jul	2.2	Meeting with Todd Chesla (PwC) regarding the Next Steps and Phase II implementation and proposed scope and fees	
13-Jul	3.9	Meeting with Todd Chesla (PwC) Regarding Phase I and II breakdown, then necessary changes to the slide deck, providing guidance on the implementation work plan deliverable and breakdown of the scope	
13-Jul	0.9	Revising Step Plan and writing follow up emails and edits to the Master slide deck as per the Phase I and Phase II breakdown meeting	
22-Jul	1.4	Internal discussions regarding the difference between Class A vs. Class B managers and the Luxembourg holding company level. Ron Gale, Mike Urse, Todd Chesla (All PwC)	
26-Jul	1.8	WR Grace Kick off meeting determining the next steps of the engagement Ron Gale, Mike Urse, Todd Chesla, (All PwC) & Debra Poole, Elyse Filon David Libow (All Grace)	
27-Jul	3.2	Updating the Master Slide deck as per Todd Chesla (PwC) Re: next-steps meeting.	
28-Jul	1.4	Reviewing of the Phase I steps and the Corresponding slides with Todd Chesla, Mike Urse and Ron Gale (All PwC)	
2-Aug	2.0	Creation of detailed Work plan for the Implementation of the Grace Restructuring	
2-Aug	1.9	Revising Step Plan and writing follow up emails and edits to the Master slide deck as per the Phase I and Phase II breakdown meeting	
2-Aug	1.1	Research regarding Foreign Investment in Real Property Tax Act Issue	
3-Aug	2.1	Follow up on status of deliverables and timeline to provide to client	
3-Aug	1.6	Drafting of the US Tax opinion outline	
3-Aug	1.5	Updating Work plan to reflect the comments and changes to the Master Slide deck as per T Chesla (PwC)	
8-Aug	0.9	Emails and correspondence with Spanish Desk, and Italian Desk	
9-Aug	2.1	Updating Master Slide deck to reflect most recent changes/activities requesting information from A DeStefanno regarding Italian transaction	
10-Aug	2.0	Updating Master Slide deck to reflect most recent changes/activities	
10-Aug	1.9	Requesting information from A DeStefanno regarding Italian transaction	
15-Aug	1.2	Providing Todd with the US Branch activities workbook	
17-Aug	1.6	Call to discuss the pending items and the structuring of the slides T Chesla, S Diaz (All PwC) and the creation of the implementation contact list	

19-Aug	1.9	Updating Work plan to reflect the comments and changes to the Master Slide deck
22-Aug	2.0	Follow up email to various team members to obtain pending information, Circulating Contact list for the Implementation of Grace Restructuring to All teams
23-Aug	1.4	Updating the Master Slide deck to reflect most recent changes and activities
24-Aug	1.1	Edits to the Engagement Letter for Phase II.
26-Aug	1.6	Discussions with S. Diaz and J. Prettyman (All PwC) regarding the Technical Outline for Opinion
29-Aug	1.9	Call to discuss the pending items and the structuring of the slides T Chesla S Diaz (All PwC)(1.5) the creation of the contact list (.5)
29-Aug	1.1	Updating Master Slide deck to reflect most recent changes/activities
30-Aug	1.6	WR Grace weekly update call E Filon, D Poole, D Libow (GRACE) Updating the work plan and filing emails to DMS, scheduling emails to team regarding the Revenue Rulings discussed on Call
30-Aug	1.4	Updating timeline breakout for client to reflect foreign office input/ discussions
31-Aug	2.1	Research regarding Foreign Investment in Real Property Tax Act Issue
1-Sep	1.9	Updates to work plan and slide deck
2-Sep	2.0	Follow up on status of deliverables and timeline to provide to client
5-Sep	2.1	Filing emails and relevant documents to Document Management System
6-Sep	1.1	Follow up on status of deliverables and timeline to provide to client
6-Sep	0.4	Call with S Diaz Regarding the US Tax opinion Issues outline
7-Sep	1.8	Reviewing Foreign Investment in Real Property Tax Act Issues
8-Sep	1.4	Drafting of the US Tax opinion outline
9-Sep	1.7	Filing emails and relevant documents to Document Management System
9-Sep	1.6	Updates to work plan and slide deck
9-Sep	1.4	Conference call with S Diaz (pwc) providing comments to US tax outline
12-Sep	1.3	Drafting of the US Tax opinion outline
12-Sep	1.4	Revising Contact list as per E Filon (Grace) request reviewing Foreign Investment in Real Property Tax Act Issues
13-Sep	1.6	Weekly Follow-up call with Client E Filon, D Poole, D Libow A Neilson (All Grace)B Vandepitte, T Chesla, S Diaz (All PwC)
19-Sep	0.9	Providing A DeStefano (PwC) the Organizational chart and Engagement Management
20-Sep	0.6	Call with T Chesla, S Diaz (All PwC) to discuss US Tax Opinion Outline
20-Sep	1.4	Weekly Follow-up call with Client E Filon, D Poole, D Libow A Neilson (All Grace)B Vandepitte, T Chesla, S Diaz (All PwC)
21-Sep	1.9	Swiss Ruling call Debra Poole, Sean, Alexander Neilson (All Grace), (2) Status call with, Todd Chesla, Sebastian Diaz (All PwC).
23-Sep	1.1	Reviewing fee quotes from Lux (accepting in database) Setting up call/various emails to L McDonald (PwC) \ to coordinate state and local tax issues/responses to client
26-Sep	0.9	Setting up client access to online document archive
26-Sep	1.2	Email to L McDonald Regarding Florida Filing Requirements
26-Sep	1.9	Follow up email to foreign offices to determine the filing requirements for each step on the work plan if any.
26-Sep	1.1	Follow up on status of deliverables and timeline to provide to client
26-Sep	0.9	Preparing the comparable fees for US Branch regarding Tax, Audit, and Treasury Call with Pavel regarding treasury rates as per E Filon (Grace)
26-Sep	1.9	Researching top company ownership and publically traded shares for A DeStefano to determine applicability of the Italian/USA treaty to the transaction within the step plan

27-Sep	1.1	Preparing the comparable fees for US Branch regarding Tax, Audit, and Treasury. Review of treasury rates
27-Sep	0.9	Weekly status call with Client E Filon, D Poole, D Libow A Neilson (All Grace) T Chesla, S Diaz (All PwC)
27-Sep	1.9	Preliminary call with L McDonald (PwC) regarding the Florida tax filings
28-Sep	0.6	Email to A DeStefano (PwC) regarding open items for Italy
28-Sep	0.9	Follow up emails regarding Florida implementation tax, Emails regarding Belgium / Italian Tax treatment
28-Sep	1.4	Writing email to E Filon (Grace) Regarding the Florida State tax implications of the Branch. Running Long Text Reports
		Circulating emails to the various teams/desks providing updated slides and follow up questions and open issues to be addressed, addressing previous open issues regarding the Master slide deck and coordinating future team meetings
28-Sep	1.6	
28-Sep	1.5	Updating Master Slide deck to reflect most recent changes/activities

Total Grace Financial Statement Audit Charged Hours

99.1

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Jennifer E Breen			
26-Sep	1.5	Call with S Diaz (PwC) to discuss Foreign Investment in Real Property Tax Act Issues as they pertain to restructuring transaction	
	<u>1.5</u>	Total Grace Financial Statement Audit Charged Hours	

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Beatrice Rivero			
4-Aug	1.0	Meeting preparation for PwC internal staff for client meeting and providing meeting details to everyone regarding: WR Grace Structuring - as per Ron Gale (PwC)	
15-Aug	0.6	Meeting preparation for PwC internal staff for client meeting and providing meeting details to everyone regarding: WR Grace Structuring - as per Ron Gale (PwC)	
22-Aug	0.4	Prepare client deliverables for K.Kral and E. Filon (GRACE) -Per R. Gale's (PwC) request.	
24-Aug	0.9	Preparing client presentation packages for R.Gale (PwC)	
7-Sep	1.0	Providing assistance in the production of final deliverable for client	
26-Sep	0.3	Preparing client presentation packages for R.Gale (PwC)	
		Total Grace Financial Statement Audit Charged Hours	
		<u><u>4.2</u></u>	

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Elizabeth Ruiz			
8-Aug	0.1	Assisting with meeting preparation for PwC internal staff for client meeting and providing meeting details to everyone re: WR Grace Structuring.	
	<u>0.1</u>	Total Grace Financial Statement Audit Charged Hours	

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Ingrid Macdonald			
11-Aug	0.8	Meeting preparation for PwC internal staff for client meeting and providing meeting details	
12-Aug	0.7	Preparing client presentation package for client status meeting	
	<u>1.5</u>	Total Grace Financial Statement Audit Charged Hours	

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Judith L Ellington			
25-Aug	0.2	Preparing presentation for PwC meeting with client regarding status of project	
	<u>0.2</u>	Total Grace Financial Statement Audit Charged Hours	

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Date	Hours	Description of Services Provided	Notes
FINANCIAL STATEMENT AUDIT TIME INCURRED			
Name: Rosemary Biancaniello			
2-Aug	0.3	Meeting preparation for PwC internal staff for client meeting and providing meeting details to B. Vandepitte	
3-Aug	0.5	Meeting preparation for PwC internal staff for client meeting and providing meeting details to B. Vandepitte	
5-Aug	0.5	Preparing presentation for PwC meeting with client regarding status of project	
8-Aug	0.3	Preparing presentation for PwC meeting with client regarding status of project	
		Total Grace Financial Statement Audit Charged Hours	
		<u>1.6</u>	